

STATE MS.-DE SOTO CO. FILED

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W.E. DAVIS CH. CLK.

This Document Prepared By:

Catherine B. Coffey  
Robertson, Ingram & Overbey  
The Farragut Building  
530 South Gay Street, Suite 802  
Knoxville, Tennessee 37902-1537

615-694-9289

### POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that I, Jacqueline M. Smith, being the same person as Jacqueline M. Smith, of Desoto County, State of Mississippi, and owning an interest in certain real estate in Desoto County, Mississippi, do hereby appoint Ronnie K. Smith of Shelby County, State of Tennessee, my attorney, for me and in my name to ask, demand, sue for, collect, recover and receive all sums of money, debts, dues, accounts, interests, dividends and demands whatsoever as are now or shall hereafter become due, owing, payable or belonging to me, and have, use and take all lawful ways and means in my name or otherwise for the recovery thereof, by attachments, arrests, distress or otherwise, and to compromise and agree for the same, for me, and in my name; to bargain, contract, agree for, buy, sell, mortgage, hypothecate, and in any and every way and manner deal in and with goods and merchandise, chooses in action, and other property, in possession or in action, and to release mortgages on lands or chattels, and to make, do and transact all and every kind of business of whatsoever nature and kind.

Also, to bargain, contract, agree for, purchase, receive and take lands, tenements, hereditaments and accept the benefits and possession of all lands and all deeds and other assurances, and to lease, let, demise, bargain, sell, release, convey, mortgage and hypothecate lands, tenements and hereditaments, upon such terms and conditions, and under such covenants, as he shall think fit and also for me and in my name and as my act and deed to sign, execute and deliver and acknowledge such deeds, leases and assignment of leases, covenants, indentures, agreements, mortgages, hypothecations, bills, bonds, notes, receipts, evidences of debt releases, and satisfaction of mortgages, judgments and other debts, and such other instruments in writing of whatever kind or nature as may be necessary or proper in the premises.

To make, execute and to file any income tax return, statement or declaration required by any Act of Congress or regulation pursuant thereto to be made by me for any taxable year or period, or otherwise, and in like manner, to execute and to file any other tax returns of any kind and nature required, either by any Act of Congress or regulation pursuant thereto, or by any state, or by any municipal or other legally constituted authority, to be made by me for any period of time prior to the revocation of these presents.

To obtain insurance of any kind, nature or description whatsoever, on any of my lands, tenements and hereditaments or in connection with the management, use or operation thereof or on any personal property belonging to me or in respect of the rents, issues and profits arising therefrom, and to make, execute and file proof or proofs of all loss or losses sustained or claimable thereunder, and all other instruments in and about the same, and to make, execute and deliver receipts, releases or other discharges therefor, under seal or otherwise.

To make, execute, endorse, accept, collect and deliver any and all bills of exchange, checks, drafts and notes and, generally to do any and all things incident to carrying on banking transactions in my name and on my behalf at any bank or trust company, wheresoever situated, where there may be occasion to handle any banking business or account of mine, and it shall not be obligatory on any such bank or trust company to make inquiry as to the circumstances of such occasion or the disposition of the proceeds involved in such account.

To have free and private access to any safe deposit box in my name or rented by me, in any bank, with full right to deposit and withdraw therefrom.

To receive and accept cash or stock dividends or other income or increment on any corporate stock or other security owned by me, to endorse checks and other instruments in satisfaction thereof, to vote stock held in my name, to execute proxies and consents with reference thereto, and to sell, assign, exchange and do any act necessary to effect the transfer of any shares of stock or other security owned by me or in which I may have any interest in any corporation or other organization.

To receive and give receipt for any money or other obligation due or to become due to me from the United States of America, or any agency or subdivision thereof.

To endorse, assign, sell, exchange and effect redemption of any bond or other security wherein the United States of America or any agency or subdivision thereof, is the obligor or payor, and to give full discharge therefor.

Without in any wise limiting the foregoing, generally to do, execute and perform any other act, deed, matter or thing whatsoever, that ought to be done, executed and performed, or that, in the opinion of my said attorney ought to be done, executed or performed in and about the premises, of every nature and kind whatsoever, as fully and effectually as I could do if personally present and acting.

And I do hereby ratify and confirm all things whatsoever that my said attorney shall do, or cause to be done, in or about the premises, by virtue of this Power of Attorney.

This Power of Attorney shall not be affected by subsequent disability or incapacity of the principal.

This Power of Attorney shall be in full force and effect until revoked by me in a written record in the Register's Office for Desoto County, Mississippi.

IN WITNESS WHEREOF, I have hereunto set my hand in the County of Desoto, State of Mississippi, on this 22nd day of February, 1996.

Marti Laughter  
(Witness)

Jacqueline M. Smith  
Jacqueline M. Smith

STATE OF MISSISSIPPI  
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, Jacqueline M. Smith, the within-named bargainor with whom I am personally acquainted, or proved to me on the basis of satisfactory evidence and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office in Desoto County, this 22nd day of February, 1996.

Linda S. Broadway  
Notary Public

My Commission Expires:

10/17/98